



**BYLAWS OF THE CENTRAL VALLEY CHAPTER OF THE
CALIFORNIA LAND SURVEYORS ASSOCIATION**
(Adopted December 2011)

PREAMBLE

Recognizing that the true merit of a profession is determined by its service to society, the Central Valley Chapter of the California Land Surveyors Association does hereby dedicate itself to advancing the profession of land surveying because of its social and economic contributions to the welfare of community, state, and nation.

ARTICLE I

Name and Location

Section 1. The name of this organization shall be the Central Valley Chapter of the California Land Surveyors Association. It shall hereinafter be called the "Chapter".

Section 2. The Chapter headquarters shall be located at the office of the Secretary.

ARTICLE II

Objectives

The purpose of the Chapter shall be to further the common good of its members in their practice of land surveying, to encourage and maintain high standards of professional ethics and practices, to promote professional uniformity, to foster the public's trust of land surveyors, and to encourage its use of their services.

ARTICLE III

Scope

Section 1. The Chapter shall be non-partisan and non-sectarian in its activities and membership. The Chapter shall be an integral part of the California Land Surveyors Association, hereinafter referred to as the "Association".

Section 2. The Chapter shall meet all requirements imposed upon the Chapter by the Articles of Incorporation and the Association Bylaws. The Chapter shall not take any action or publicly espouse any position contrary to any provision of the Articles of Incorporation, the Association Bylaws, or any position or resolution of the CLSA Board of Directors. Nothing in this section shall be construed to prohibit the Chapter from directing any Chapter Representative to propose and debate actions or positions at any Board of Directors meeting.

ARTICLE IV

Membership and Dues

Section 1. The Chapter membership shall be as provided in the Association's constitution and bylaws. The classes of membership are as follows:

(a) A Corporate Member is a member having the right to vote on matters of this association when a vote of the members is required or allowed by the Association's Articles of Incorporation or Bylaws. Each Corporate Member may be a member of one of five subclasses as defined below:

1. A Sustaining Corporate Member
2. A Regular Corporate Member
3. A Life Corporate Member
4. A Retired Corporate Member
5. A CE Corporate Member

(b) An Out-of-State Member may be any person who meets the requirements of a Regular Corporate Member, Associate Member or Affiliate Member but who resides in a state other than California and is a member of that other state's professional land surveyor organization in a similar membership classification.

(c) An Associate Member may be any person holding a valid certificate as a Land Surveyor in Training but not licensed as a Land Surveyor or Photogrammetric Surveyor by the State of California

(d) An Affiliate Member may be any person interested in the field of surveying who in their profession or vocation relies upon the fundamentals of land surveying and is not otherwise eligible for membership.

(e) A Student Member may be any student in a college or university who is actively pursuing a surveying education.

(f) An Honorary Member may be any person who is not eligible to be a Corporate Member, but whose professional attainments in surveying or closely associated fields have gained a broadly acknowledged eminence, or who has given special service to the Chapter or its objectives.

(g) A Corporate Sponsor Member may be any person, company, or corporation who through their interest in the land surveying profession desires to support the purposes and objectives of the Association or Chapter. Acceptance of a Corporate Sponsor Member is not an endorsement of any products or services offered by the Corporate Sponsor Member.

Section 2. Applications for membership shall be submitted to the Treasurer and reviewed by the Membership Committee or as otherwise directed by the Chapter on a form approved by the Chapter. No person shall be eligible for membership in a chapter unless such person is eligible for membership in the State Association.

Section 3. A Chapter member in good standing is a person whose dues and assessments are current in conformance with these bylaws and who is not currently suspended by the Chapter.

Section 4. The Chapter annual dues and all assessments shall be recommended by the Executive Board and approved by a majority of those voting at a Chapter meeting. Dues shall be paid to the Treasurer in advance on or before the first day of January of each year. Assessments shall be due and payable as specified in the motion establishing them. The Treasurer shall notify those whose dues or assessments are three (3) months in arrears. The Chapter membership of any person whose dues and assessments are not paid within fourteen (14) days thereafter shall be automatically terminated.

Section 5. Each Chapter member shall become an Association member on or before the beginning of the Association fiscal year immediately following their admission to the Chapter. However, a first-time applicant may have membership in the Chapter, conditional upon attaining membership in the Association within one (1) year. The Chapter membership of any person, who fails to become an Association member, as described above, shall be automatically terminated and all dues and assessments paid to the Chapter shall be forfeited. Nothing in this section shall prohibit a member from having membership in more than one chapter. However, chapter membership will be counted in only one chapter for the purpose of determining the number of chapter representatives.

Section 6. Association admission, dues, and assessments are separate and controlled by the Association. The Chapter shall not be responsible for making application to the Association on behalf of a Chapter member, nor for the notice to a Chapter member of the status of any Association membership application.

Section 7. A member may be expelled or suspended from the Chapter for willfully disregarding the Association's or Chapter's principles and purposes, or for conduct that is detrimental to the Association's or Chapter's welfare. The Executive Board shall consider and may recommend to the Chapter suspension or expulsion and shall provide thirty (30) days notice to the member under consideration. Expulsion or suspension from the Chapter shall require a two-thirds majority of those voting at a Chapter meeting. The thirty (30) days notice including dates, time and location, shall be given to the alleged offending member so he/she may be present and heard, if he/she chooses, at the discussion of such action. Suspended members may apply for reinstatement upon the expiration of their suspension.

ARTICLE V
Chapter Meetings

Section 1. A Chapter meeting is a meeting of the general membership at which Chapter business may be discussed and voted upon.

Section 2. All Chapter members in good standing shall have equal voting privileges except that only those Association members shall vote on Association business that are eligible to vote upon such business under the Association constitution and bylaws.

Section 3. A regular Chapter meeting shall be held each month at a time and place specified by the Executive Board. In advance of each regular Chapter meeting, the Secretary shall notify in writing each member of the time and place of the meeting.

Section 4. A special Chapter meeting may be called by the President or the Executive Board. The purpose of the special Chapter meeting shall be stated in the call. Only matters enumerated in the call for a special meeting shall be discussed at the special meeting. Except in an emergency, at least seven (7) days notice shall be given.

Section 5. A quorum for a Chapter meeting shall be 25% of the Chapter members in good standing.

Section 6. The term of any Officer or Chapter Representative who has been absent from three consecutive regular or executive board meetings may be terminated by vote of the Chapter.

ARTICLE VI Officers and Elections

Section 1. The Chapter officers shall be a President, a Vice-President, a Secretary, a Treasurer, and as many Chapter Representatives as permitted by the Association's constitution and bylaws. The officers shall perform the duties prescribed in these bylaws and in the parliamentary authority adopted by the Chapter.

Section 2. The officers shall be elected to serve a two year term. Terms of office shall begin at the close of the regular Chapter meeting in December in each odd numbered year. Chapter Representative's terms (if more than one) shall start in alternating years.

Section 3. Each officer shall be a Chapter and Association member in good standing. The President, Vice-President and Chapter Representatives shall be corporate members of the Association. No member shall hold more than one office at one time.

Section 4. During the month of July in each year, the Chapter shall submit to the Association, a list of Chapter members in good standing with the Chapter. The Chapter will be entitled to one Representative on the Association Board of Directors, for each 20 Corporate members, or fraction thereof, confirmed by the Association to be in good standing with the Association.

Section 5. At the regular Chapter meeting held no later than August 31, the Nominating Committee, as set forth in these bylaws, shall nominate candidates for Chapter officers. If no regular chapter meeting is held by August 31st, the Executive Board shall approve the nomination slate. A full slate of officers will be nominated in each odd numbered year.

Section 6. Elections shall be held at the regular Chapter meeting in September. At that Chapter meeting, but before the election, additional nominations from the floor shall be permitted. Elections shall be by ballot, unless there is an uncontested slate. Elections in even numbered years shall be of any alternating year Chapter Representatives allowed under Association guidelines. The Chapter shall notify the Association during the month of September, the names of persons elected as Chapter officers.

Section 7. If a vacancy occurs in an office other than the presidency, the vacancy shall be filled for the remainder of the term by majority vote of the Chapter or Executive Board. If a vacancy occurs in the presidency, the Vice-President shall succeed the President for the remainder of the term.

ARTICLE VII

Duties and Powers of Officers

Section 1. The President shall be the executive officer of the Chapter and shall preside at Chapter meetings and Executive Board meetings. The President shall appoint all required committee chairpersons and shall serve as an ex-officio member with the right to vote on all standing and special committees except the Nominating Committee. The President shall prepare and sign any correspondence sent by the Chapter. In case the President is unavailable, the Executive Committee may authorize the Vice President to prepare or sign correspondence. The President shall report back to the Chapter all action taken on behalf of the Chapter outside of the Chapter meetings.

Section 2. The Vice-President shall have such powers and duties as may be prescribed by the President and the Executive Board. Unless otherwise specified, the Vice-President shall arrange the program and place for each Chapter meeting and shall notify the Secretary of those arrangements at the Executive Board meeting preceding each Chapter meeting. The Vice-President shall preside over the Chapter meetings in the absence of the President. The Vice-President shall carry out the duties of the Secretary and/or Treasurer in the absence of the Secretary or Treasurer. Should a vacancy occur in the presidency, the Vice-President shall succeed the President for the remainder of the term.

Section 3. The Secretary shall notify the members before each Chapter meeting as prescribed in these bylaws. The Secretary shall announce the time and place for the next Executive Board meeting at each Chapter meeting or no less than 7 days prior to the meeting. The Secretary shall attend each Chapter meeting and Executive Board meeting and duly record the proceedings. The Secretary shall conduct the Chapter's correspondence and keep a full record thereof. The Secretary shall make a timely quarterly report to the Association Board of Directors on the Chapter's business and other matters of interest.

Section 4. The Treasurer shall receive all moneys, dues, and assessments, and shall deposit them in the Chapter's name. The Treasurer shall pay Chapter obligations and shall report on the treasury at each Chapter and Executive Board meeting. The Treasurer shall make an annual report to the Association at the end of each calendar year.

Section 5. The Chapter Representatives shall be the Chapter's liaisons with the Association's Board of Directors. They shall represent the Chapter at Association Board of Directors' meetings, cast the Chapter's votes, and report thereon at the next Chapter meeting. The President shall name alternates to fulfill their duties during their absence.

ARTICLE VIII
Executive Board

Section 1. The Chapter officers, including the Chapter Representatives, together with the Immediate Past President shall constitute the Executive Board. The Immediate Past President shall be the latest person, other than the current President, to have held the office of President before the close of a regular Chapter meeting in December.

Section 2. The Executive Board shall supervise the Chapter's affairs including exercising business and fiscal authority between Chapter meetings, fix the time and place for Chapter meetings, make recommendations to the Chapter, and perform such other duties as specified by these bylaws. The Executive Board shall be subject to the orders of the Chapter and none of its acts shall conflict with actions taken by the Chapter.

Section 3. The Executive Board shall meet at least once each month at a time and place specified by the President. The President shall inform the Executive Board members of their meeting time and place. A majority of the Executive Board members shall constitute a quorum.

ARTICLE IX

Committees

Section 1. A Membership Committee shall be appointed promptly after the regular Chapter meeting in December. The Membership Committee shall encourage membership and participation in the Chapter. It shall assist the Treasurer in soliciting and collecting Chapter dues and assessments as described in these bylaws. This committee shall maintain a Chapter Email notification list. Additional members may be appointed to the Membership Committee from time to time at the President's discretion.

Section 2. An Education Committee shall be appointed promptly after the regular Chapter meeting in December. The Education Committee shall encourage the continuing education of the members, induce members to serve as teachers in educational programs, promote and present educational programs, and assist educational institutions. Additional members may be appointed to the Education Committee from time to time at the President's discretion.

Section 3. A Legislative Committee shall be appointed promptly after the regular Chapter meeting in December. The Legislative Committee shall inform members about changes in laws and procedures related to land surveying, influence those changes to benefit the members and the citizenry, and when appropriate express the Chapter's point of view at public meetings. Additional members may be appointed to the Legislative Committee from time to time at the President's discretion.

Section 4. A Professional Practices Committee composed of at least three (3) members shall be appointed promptly after the regular Chapter meeting in December. The Professional Practices Committee shall encourage a high ethical standard of practice in the land surveying profession, encourage compliance with the Professional Land Surveyors Act and other applicable laws, report to the Chapter or proper authorities any occurrences which may need their attention, and cooperate with other professional organizations in pursuing the above stated purposes. Additional members may be appointed to the Professional Practices Committee from time to time at the President's discretion.

Section 5. A Nominating Committee shall be appointed at the regular Chapter meeting in May. The Nominating Committee shall solicit candidates for the offices to be filled by elections by July 31st. It shall nominate candidates for Chapter officers at the regular Chapter meeting in August.

Section 6. Other committees, standing or special, shall be appointed by the President as the Chapter or the Executive Board shall from time to time deem necessary to carry on the Chapter's work.

ARTICLE X

Fiscal Year

The Chapter fiscal year shall be January 1st to December 31st, inclusive.

ARTICLE XI
Parliamentary Authority

Section 1. The rules contained in the latest edition of *Robert's Rules of Order* shall govern the Chapter in all cases in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

Section 2. The presiding officer of any meeting concerning Chapter business may appoint a parliamentarian to act as an advisor.

ARTICLE XII
Amendment to Bylaws

These bylaws may be amended by a two-thirds majority of those voting at a Chapter meeting, provided that the amendment has been submitted in writing to each member at least fourteen (14) days in advance. All proposed amendments to the bylaws must be approved by the Association. In the event of conflict between the Chapter bylaws and the Association bylaws, the Association bylaws shall prevail.

ARTICLE XIII
Dissolution

Section 1. Upon dissolution or winding up of the chapter, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the Chapter shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for scientific, educational or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 2. If this chapter holds any asset in trust, such asset shall, on dissolution, be disposed of in such manner as may be directed by decree of the Superior Court of the county in which the corporation has its principal office, on petition therefore by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

Chapter Chartered – January 20, 1976.

Current Bylaws amended and approved by Chapter at the regular meeting held on December 7, 2011.

Current Bylaws amended and approved by
Association Board of Directors – _____ [date]